



P38897

October 29, 1997

Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Sunshine Materials Inc.  
SMI Holdings, Inc.  
Sunshine Aggregates, Inc.

To Whom It May Concern:

Enclosed please find the Change of Registered Agent form for each of the above-referenced corporations, along with a check in the amount of \$105.00 to cover the required filing fees.

Should you have any questions in regard to this filing, please do not hesitate to contact our office.

Very truly yours,

*Patricia M. Petrach*

Patricia M. Petrach  
Secretary

Enclosures

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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APPROVED  
AND  
FILED

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-11/03/97-01125-005  
\*\*\*\$105.00 \*\*\*\*\*\$35.00

*OK*  
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*206*  
*PA OK*  
*11-3-97*

Florida Department of State, Sandra B. Mortham, Secretary of State

\*\*\* FILING FEE: \$35.00 \*\*\*

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Delaware submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: Sunshine Materials Inc.

2. The mailing address of the corporation is: P.O. Box 1659, Inverness, FL 34451-1659

3. Date of incorporation/qualification: May 20, 1992 Document number: \_\_\_\_\_

4. The name and address of the current registered agent and office:

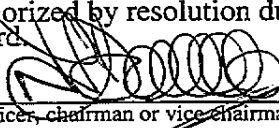
Nicholas J. Downes  
2461 E. Gulf to Lake Hwy., P.O. Box 1659  
Inverness, FL 34451-1659

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Patricia M. Petrach  
2461 E. Gulf to Lake Hwy., P.O. Box 1659  
Inverness, FL 34451-1659

The street address of its registered office and the street address of the business office of registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

  
(Signature of an officer, chairman or vice chairman of the board)

10/28/97  
(Date)

Nicholas J. Downes, President  
(Printed or typed name and title)

10/28/97  
(Date)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

  
(Signature of Registered Agent)

10/28/97  
(Date)

If signing on behalf of an entity:

\_\_\_\_\_  
(Typed or Printed Name)

\_\_\_\_\_  
(Capacity)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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